

**City of Leeds
Leeds, Alabama**

**AUDITED FINANCIAL STATEMENTS
AND
SUPPLEMENTARY FINANCIAL INFORMATION**

September 30, 2013

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SELF, MAPLES & COPELAND, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

ONEONTA, ALABAMA 35121

THOMAS E SELF, CPA
DON P MAPLES, CPA
B MARTIN COPELAND, CPA/CITP
CONNIE T HARVEY, CPA

TIM ANDREWS, CPA
TERRI M FAULKNER, CPA
ROGER D LOGGINS, CPA
J BARTON MCCURLEY, CPA
CHRISTOPHER T SELF, CPA
MATTHEW TAYLOR, CPA
JONATHAN D THOMAS, CPA

AMERICAN INSTITUTE
OF CERTIFIED PUBLIC ACCOUNTANTS

ALABAMA SOCIETY
OF CERTIFIED PUBLIC ACCOUNTANTS

1601 2ND AVENUE EAST
ONEONTA, ALABAMA 35121

TELEPHONE: (205) 625-3472
FAX: (205) 274-0182
e-mail: cpa@cpasmc.com

INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and City Council
City of Leeds, Alabama

We have audited the accompanying financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the City of Leeds, Alabama, as of and for the year ended September 30, 2013, which collectively comprise the City's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the City of Leeds, Alabama's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, each major fund, and the aggregate remaining fund information of the City of Leeds, Alabama, as of September 30, 2013, and the respective changes in financial position, where applicable, thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Accounting principles generally accepted in the United States of America require that the budgetary comparison information on page 28 be presented to supplement the basic financial statements. The City of Leeds has not presented management's discussion and analysis that United States generally accepted accounting principles has determined is necessary to supplement, although not required to be a part of, the basic financial statements. The budgetary comparison information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic

financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City of Leeds, Alabama's basic financial statements. The supplementary information for the years ended September 30, 2013 as listed in the Table of Contents is presented for purposes of additional analysis, and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements; and, in our opinion, is fairly presented, in all material respects, in relation to the basic financial statements taken as a whole. The introductory sections have not been subjected to the auditing procedures and, accordingly, we do not express an opinion or provide any assurance on them.

Self, Maples & Copeland, P.C.

Self, Maples & Copeland, P.C.

Oneonta, Alabama
December 31, 2013

CITY OF LEEDS, ALABAMA

STATEMENT OF NET ASSETS

SEPTEMBER 30, 2013

	<u>ASSETS</u>	<u>Primary Government Governmental Activities</u>
CURRENT ASSETS		
Cash and Cash Equivalents		\$ 7,857,575
Accounts Receivable		<u>1,065,061</u>
		<u>8,922,636</u>
RESTRICTED ASSETS		
Cash and Cash Equivalents		<u>2,435,634</u>
NONCURRENT ASSETS		
Land and Construction in Progress		10,657,852
Other Capital Assets, Net of Accumulated Depreciation		20,565,728
Deferred Charges - Issuance Costs		<u>286,960</u>
		<u>31,510,540</u>
TOTAL ASSETS		<u>\$ 42,868,810</u>

The accompanying Notes to Financial Statements are an integral part of these financial statements.

	Primary Governmental Activities
<u>LIABILITIES</u>	
CURRENT LIABILITIES	
Accounts Payable	\$ 432,018
Accrued Expenses	864,000
Current Portion of Long-Term Debt	45,000
Current Portion of Bonds Payable	235,000
	<u>1,576,018</u>
NONCURRENT LIABILITIES	
Pension Liability	4,914,637
Bonds Payable, Net of Current Portion	9,755,000
Capital Leases and Other Long-Term Debt, Net of Current Portion	225,000
Compensated Absences	400,610
	<u>15,295,247</u>
TOTAL LIABILITIES	<u>16,871,265</u>
<u>NET ASSETS</u>	
Invested in Capital Assets, Net of Related Debt	15,827,655
Restricted For:	
Highways and Streets	678,561
Debt Service	1,718,358
Industrial Development	71,679
Unrestricted	<u>7,701,292</u>
TOTAL NET ASSETS	<u>\$ 25,997,545</u>

The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED SEPTEMBER 30, 2013

FUNCTIONS/PROGRAMS						
Primary Government	Program Revenues			Primary Governmental Activities		
	Expenses	Charges For Services	Operating Grants and Contributions	Capital Grants and Contributions		
Governmental Activities						
General Government	\$ 2,958,734	\$ 224,996	\$ 20,000	\$ 313,111	\$	(2,400,627)
Street and Infrastructure	1,010,813	-	276,879	-		(733,934)
Inspections and Permits	265,503	-	-	-		(265,503)
Sanitation and Sewer	142,784	182,746	-	-		39,962
Public Safety	5,693,908	640,662	-	-		(5,053,246)
Library	404,210	26,376	-	-		(377,834)
Park and Recreation	599,950	-	-	-		(599,950)
Interest, Fees, and Pledged Revenues	4,319,010	-	-	-		(4,319,010)
	<u>15,394,912</u>	<u>1,074,780</u>	<u>296,879</u>	<u>313,111</u>		<u>(13,710,142)</u>
	<u>\$ 15,394,912</u>	<u>\$ 1,074,780</u>	<u>\$ 296,879</u>	<u>\$ 313,111</u>		<u>(13,710,142)</u>
General Revenues						
			General Sales and Lodging Taxes			12,272,632
			Property Taxes			1,095,370
			Other Taxes			2,468,808
			Licenses and Permits			2,201,201
			Intergovernmental Revenues not Restricted			171,484
			Interest			49,070
			Other Revenues			899,022
						<u>19,157,587</u>
			Change in Net Assets			5,447,445
			Net Assets - Beginning			20,550,100
			Net Assets - Ending		\$	25,997,545

The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

BALANCE SHEET - GOVERNMENTAL FUNDS

SEPTEMBER 30, 2013

<u>ASSETS</u>	<u>General Fund</u>	<u>Debt Service Fund</u>	<u>Other Governmental Funds</u>	<u>Total Governmental Funds</u>
Current Assets				
Cash and Cash Equivalents	\$ 7,857,575	\$ -	\$ -	\$ 7,857,575
Accounts Receivable	1,030,293	-	34,768	1,065,061
Cash and Cash Equivalents - Restricted	597,619	1,120,739	717,276	2,435,634
TOTAL ASSETS	<u>\$ 9,485,487</u>	<u>\$ 1,120,739</u>	<u>\$ 752,044</u>	<u>\$ 11,358,270</u>
<u>LIABILITIES AND FUND BALANCES</u>				
Liabilities				
Accounts Payable	\$ 430,214	\$ -	\$ 1,804	\$ 432,018
Accrued Expenses	711,362	-	-	711,362
	<u>1,141,576</u>	<u>-</u>	<u>1,804</u>	<u>1,143,380</u>
Fund Balances				
Committed for Debt Service	-	1,120,739	-	1,120,739
Restricted Reported In:				
Special Revenue Funds	-	-	678,561	678,561
General Fund	597,619	-	-	597,619
Other Governmental Funds	-	-	71,679	71,679
Unassigned Reported in General Fund	7,746,292	-	-	7,746,292
	<u>8,343,911</u>	<u>1,120,739</u>	<u>750,240</u>	<u>10,214,890</u>
TOTAL LIABILITIES AND FUND BALANCES	<u>\$ 9,485,487</u>	<u>\$ 1,120,739</u>	<u>\$ 752,044</u>	<u>\$ 11,358,270</u>

The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET
TO THE STATEMENT OF NET ASSETS

SEPTEMBER 30, 2013

Total Fund Balances for Governmental Funds		\$	10,214,890
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Total Net Assets reported for governmental activities in the Statement of Net Assets is different because:

Capital assets used in governmental activities are not financial resources and therefore are not reported in the governmental funds.

Governmental Capital Assets	39,688,431	
Less Accumulated Depreciation	<u>(8,464,851)</u>	31,223,580

Long-term liabilities applicable to the City's governmental activities are not due and payable in the current period and accordingly are not reported as fund liabilities. Interest on long-term debt is not accrued in governmental funds, but rather is recognized as an expenditure when due. Other related amounts include deferred debt issuance expenses and unamortized debt discount. All liabilities -- both current and long-term -- are reported in the statement of net assets.

Unamortized Debt Issuance Costs	\$	286,960	
Pension Liability		(4,914,637)	
Accrued Interest on Warrants Payable		(152,638)	
Bonds Payable		(9,990,000)	
Long-Term Debt		(270,000)	
Compensated Absences		<u>(400,610)</u>	<u>(15,440,925)</u>

Net Assets of Governmental Activities		\$	<u>25,997,545</u>
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The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCES - GOVERNMENTAL FUNDS

FOR THE YEAR ENDED SEPTEMBER 30, 2013

	General Fund	Debt Service Fund	Other Governmental Funds	Total Governmental Funds
REVENUES				
Taxes	\$ 13,039,781	\$ 2,797,029	\$ 276,879	\$ 16,113,689
Intergovernmental	438,817	-	-	438,817
Licenses and Permits	2,201,201	-	-	2,201,201
Charges for Services	434,118	-	-	434,118
Fines and Forfeits	640,662	-	-	640,662
Rental Income	365	-	-	365
Interest	28,103	20,447	520	49,070
Grant & Other Miscellaneous	776,613	-	20,000	796,613
	<u>17,559,660</u>	<u>2,817,476</u>	<u>297,399</u>	<u>20,674,535</u>
EXPENDITURES				
General Government	2,314,051	-	8,153	2,322,204
Streets and Infrastructure	595,663	-	232,147	827,810
Inspections and Permits	265,503	-	-	265,503
Sanitation and Sewer	142,784	-	-	142,784
Public Safety	5,366,146	-	-	5,366,146
Library	404,210	-	-	404,210
Parks and Recreation	438,053	-	-	438,053
Capital Outlay	3,224,408	-	-	3,224,408
Debt Service				
Pledged Revenues of Limited Obligations	2,155,986	1,102,233	-	3,258,219
Principal	190,000	4,385,000	-	4,575,000
Interest and Fees	306,351	799,440	-	1,105,791
	<u>15,403,155</u>	<u>6,286,673</u>	<u>240,300</u>	<u>21,930,128</u>
Excess (Deficiency) of Revenues Over (Under) Expenditures	<u>2,156,505</u>	<u>(3,469,197)</u>	<u>57,099</u>	<u>(1,255,593)</u>
OTHER FINANCING SOURCES (USES)				
Sale of Non Capital Assets	167,822	-	-	167,822
Transfers From (To) Other Funds	<u>(1,086,724)</u>	<u>923,648</u>	<u>163,076</u>	<u>-</u>
	<u>(918,902)</u>	<u>923,648</u>	<u>163,076</u>	<u>167,822</u>
Change in Fund Balances	1,237,603	(2,545,549)	220,175	(1,087,771)
FUND BALANCES - Beginning	<u>7,106,308</u>	<u>3,666,288</u>	<u>530,065</u>	<u>11,302,661</u>
FUND BALANCES - Ending	<u>\$ 8,343,911</u>	<u>\$ 1,120,739</u>	<u>\$ 750,240</u>	<u>\$ 10,214,890</u>

The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED SEPTEMBER 30, 2013

Net Change in Fund Balances - Total Governmental Funds	\$ (1,087,771)
The change in Net Assets reported for governmental activities in the statement of activities is different because:	
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlay (\$3,224,408) exceeded depreciation (\$842,898) in the current period.	2,381,510
The proceeds of debt issuances provide current financial resources to governmental funds, but issuing debt increases long-term liabilities in the statement of net assets.	
Amortization of Debt Issuance Costs	(18,317)
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however has any effect on net assets. This is the amount by which repayment of the principal of long-term debt exceeded the issuance of long term debt.	
Payment of Principal - General Obligation Warrants	4,575,000
Payment of Principal - Long-Term Debt	45,000
Some expenses reported in the statement of activities do not require the use of current financial resources and are not reported as expenditures in governmental funds. The change in net assets differs from the change in fund balance by the decrease in accrued interest (\$36,793) less the decrease in compensated absences (\$131,766) less the decrease in accrued expenses including pension (\$279,418)	(447,977)
Change in Net Assets of Governmental Activities	<u>\$ 5,447,445</u>

The accompanying Notes to Financial Statements are an integral part of these financial statements.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The City of Leeds (City) was incorporated in 1887 under the laws of the State of Alabama. The City operates under a Mayor-Council form of government as provided by Act No. 425 of the 1955 Alabama Legislature (The Mayor-Council Act).

The financial statements of the City are prepared in accordance with accounting principles generally accepted in the United States of America (GAAP) as applicable to governmental units. The Governmental Accounting Standards Board (GASB) is the standard-setting body for governmental accounting and financial reporting. The City's reporting entity applies all relevant Government Accounting Standards Board (GASB) pronouncements. The more significant of these accounting policies are described below.

Financial Reporting Entity

As required by GAAP, these financial statements present the government and its component units, entities for which the government is considered to be financially accountable. Blended component units, although legally separate entities, are, in substance, part of the government's operations and data from these units is combined with the data of the primary government. Each discretely presented component unit, on the other hand, is reported in a separate column in the combined financial statements to emphasize it is legally separate from the government. The City has no discretely presented component units.

Blended Component Units - There is one blended component unit of the City of Leeds: the Leeds Commercial Development Authority (CDA). The financial information of the CDA has been blended with that of the City, because the CDA provides services entirely for the primary government.

Leeds Commercial Development Authority

The Leeds Commercial Development Authority was formed for the purpose of promoting commercial development in the City. The members of the CDA are appointed by the Leeds City Council. The CDA is presented as a governmental fund. Separate financial statements are not issued by the CDA.

Basic Financial Statements - GASB Statement No. 34

The basic financial statements include both government-wide (based on the City as a whole) and fund financial statements. The government-wide financial statements categorize primary activities as either governmental or business type. The City does not have any business type activities and all activities are classified as governmental.

In the government-wide statement of net assets, the governmental activities column is presented using the full accrual accounting basis and economic resources measurement focus, which incorporates long-term assets and receivables as well as long-term debt and obligations.

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

The government-wide statement of activities reflects both the gross and net cost per functional category which are otherwise being supported by general government revenues (property, sales and use taxes, certain intergovernmental revenues, etc.). The statement of activities reduces gross expenses, including depreciation, by related program revenues, operating and capital grants. The program revenues must be directly associated with the function. The operating grants include operating-specific and discretionary grants. The net costs are normally covered by general revenues. When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources as they are needed. The City does not employ an indirect cost allocation system.

The government-wide statements focus on the sustainability of the City as an entity and the change in aggregate financial position resulting from the activities of the fiscal period.

The fund financial statements focus on the major funds in governmental categories. Non-major funds (by category or fund type) are summarized into a single column called non-major governmental funds.

The governmental fund statements are presented on a current financial resource measurement focus and modified accrual basis of accounting. Since the governmental fund statements are presented on a different measurement focus and basis of accounting than the government-wide statements, reconciliation is presented on the page following each statement, which briefly explains the adjustments necessary to transform the fund-based financial statements into the governmental column of the government-wide presentation.

Basis of Presentation - Fund-Level Financial Statements

Generally accepted accounting principles set forth minimum criteria (percentage of the assets, liabilities, revenues or expenditures/expenses of either fund category) for the determination of major funds. The nonmajor funds are combined in a column in the fund financial statements and detailed in the combining section.

The City reports the following major governmental funds:

Governmental Funds

General Fund - To account for all revenues and expenditures applicable to the general operations of government that are not properly accounted for in another fund. All general operating revenues, which are not restricted or designated as to use by outside sources, are recorded in the General Fund.

Debt Service Fund - To account for the accumulation of resources for and the payment of interest and principal on general long-term debt. Debt service revenues are generally transfers from other governmental funds and interest income.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Additionally, the City reports the following fund types as other governmental funds:

Special Revenue Funds – Gasoline Tax Fund - The State Gasoline Tax Funds receive revenues from the State 4-cent, 5-cent, 7-cent gasoline tax, 2-cent Inspection Fee on motor fuels, the State Motor Vehicle, and the additional excise tax. These funds are restricted for the repair and maintenance of the Town's streets and street lights.

Interfund balances and transfers have been eliminated from the government-wide financial statements.

Basis of Accounting

Basis of accounting refers to the point at which revenues or expenditures/expenses are recognized in the accounts and reported in the financial statements. It relates to the timing of the measurements made, regardless of the measurement focus applied.

The government-wide financial statements are presented on the accrual basis of accounting, whereby revenues are recognized when earned and expenses are recognized when incurred.

The governmental funds in the fund financial statements are presented on a modified accrual basis. Under the modified accrual basis, revenues are recognized when they become both measurable and available to finance expenditures of the current period. Revenues are considered available to finance expenditures of the current period if collected within 60 days after the end of the period. Expenditures are recognized when the related liability is incurred, with the exception of principal and interest on general obligation long-term debt, compensated absences, and claims and judgments, which are recognized as expenditures to the extent that they have matured.

Cash and Cash Equivalents

As of September 30, 2013, the City's bank deposits were insured through the Federal Depository Insurance Corporation (FDIC) or were covered by the State of Alabama's Security of Alabama Funds Enhancement (SAFE) Program. The SAFE Program was established by the Alabama Legislature and is governed by the provisions contained in the Code of Alabama 1975, Sections 41-14A-1 through 41-14A-14. Under the SAFE Program all public funds are protected through a collateral pool administered by the Alabama State Treasurer's Office. Under this program, financial institutions holding deposits of public funds must pledge securities as collateral against those deposits.

The City's investments, which are all in restricted bond accounts, are direct obligations of the United States government, its agencies or instrumentalities to the payment of which the full faith and credit of the government of the United States is pledged.

Interest Rate Risk – In accordance with its investment policy, the City manages its exposure to declines in fair values by limiting the weighted average maturity of its investment portfolio to eighteen months.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Credit Risk – The City’s investment policy is to apply the “prudent investor” standard. “Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived.” The City’s investments are invested in U.S. government issues or U.S. guaranteed obligations.

Concentration of Credit Risk – The City places no limit on the amount the City may invest in any one issuer. However, the City’s investment policy calls for portfolio diversification by avoiding over-concentration in a specific maturity sector or specific instruments.

Restricted Cash and Cash Equivalents

Restricted assets include cash and cash equivalents restricted either for repairs and maintenance of roads and highways or for debt service. Funds held in escrow accounts deposited with a trustee totaled \$865,879 at September 30, 2012. Funds held in bank accounts that receive the restricted road taxes and the additional one cent sales tax enacted in 2006 for repayment of long-term debt totaled \$1,120,739 at September 30, 2012.

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g. roads, bridges, sidewalks and similar items) are reported in the government-wide financial statements. Capital assets are defined by the government as assets with an initial individual cost of more than \$5,000 and an estimated useful life in excess of five years. Capital assets purchased or acquired are carried at historical cost or estimated historical cost. Donated or contributed capital assets are recorded at their estimated fair value on the date received.

The costs of normal maintenance and repairs are charged to operations as incurred. Improvements that materially extend the useful life of an asset are capitalized and depreciated over the remaining useful lives of the related capital assets, as applicable.

Depreciation of capital assets is computed using the straight-line method over the following estimated useful lives: buildings, 25 to 60 years; streets and infrastructure, 15 to 60 years; and furnishings and equipment, 10 to 15 years.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the governmental activities column of the statement of net assets. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the straight-line method. Bonds payable are reported net of the applicable bond premium or discount.

In the fund-level financial statements, governmental fund types recognize bond premiums, discounts and issuance costs during the current period. The face amount of debt issued is reported as other financing sources, while premiums and discounts are reported as other financing sources and uses, respectively. Issuance costs are reported as debt service expenditures.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Compensated Absences

It is the City's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. An unlimited amount of sick time may be carried forward, but the maximum that may be paid out upon retirement or termination is one-half of sixty days' pay. A maximum of 320 vacation hours may be carried forward each year. Compensated absences are not recorded as a liability in the governmental funds because expenditures related to compensated absences are recorded only when payment is due.

Net Assets

Beginning in the fiscal year 2010, the City implemented GASB Statement "Fund Balance Reporting and Governmental Fund Type Definitions". This statement provides more clearly defined fund balance categories to make the nature and extent of the constraints placed on a government's fund balance more transparent. The following classifications describe the relative strength of the spending constraints placed on the purposes for which resources can be used:

Nonspendable Fund Balance – amounts that are not in a spendable form or are required to be maintained intact.

Restricted Fund Balance – amounts constrained to specific purposes by their providers (such as grantors, bondholders, and higher levels of government), through constitutional provisions, or by enabling legislation.

Committed Fund Balance – amounts constrained to specific purposes by a government itself, using its highest level of decision making authority; to be reported as committed, amounts cannot be used for any other purpose unless the government takes the same highest level action to remove or change the constraint.

Assigned Fund Balance – amounts a government intends to use for a specific purpose; intent can be expressed by the governing body or by an official or body to which the governing body delegates the authority.

Unassigned Fund Balance – amounts that are available for any purpose; positive amounts are reported only in the General Fund.

City Council establishes, modifies, or rescinds fund balance commitments by passage of an ordinance or resolution. This is typically done through adoption and amendment of the budget. A fund balance commitment is further indicated in the budget document as a designation or commitment of the fund. Assigned fund balance is established by City Council through adoption or amendment of the budget as intended for a specific purpose.

Budgets and Budgetary Accounting

Formal integration of budgets is used as a management control device during the year for the General Fund and the Debt Service Fund. These budgets are adopted on the cash basis of accounting. Since the financial statements are prepared on a basis consistent with U.S. generally accepted accounting principles (modified accrual), there may be some timing differences between the budgetary data and financial statement data; however, these would be immaterial. The Mayor and Council approve the budgets. For the year ended September 30, 2013, total original budgeted inflows for the General Fund were \$16,842,662 and total budgeted outflows were \$16,817,549. The amended budgeted inflows for the General fund were \$16,909,634 and total budgeted outflows were 20,970,821. The amended budgeted inflows and outflows for all funds were \$19,715,934 and 25,378,949, respectively.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

Reclassifications

Certain reclassifications have been made in the prior year amounts to conform to the classifications used in the current year. These reclassifications had no effect on fund balances.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

NOTE 2 - PROPERTY TAX CALENDAR

Property taxes are collected and remitted to the City by the Jefferson, St. Clair and Shelby County governments. Taxes are levied annually on October 1 and are due December 31 of that year. Major tax payments are received October through January, and are recognized as revenue in the year received. The City's ad valorem property tax base is \$117,455,811, \$22,010,040, and \$657,380 for Jefferson, St. Clair, and Shelby counties, respectively.

NOTE 3 – ACCOUNTS RECEIVABLE

Accounts Receivable at September 30, 2013 consists of the following:

	General Fund	Special Revenue Fund	Balance September 30, 2013
Taxes, Costs, and Surcharges			
Sales Tax	\$ 752,864	\$ -	\$ 752,864
Tobacco Tax	3,113	-	3,113
Gasoline Tax	-	34,768	34,768
Wine and Beer Tax	10,301	-	10,301
Court Fines and Costs	37,224	-	37,224
Sanitation Fees	14,150	-	14,150
Occupational Tax	81,294	-	81,294
Ad Valorem Tax	17,825	-	17,825
Motor Vehicle Tax	5,840	-	5,840
Franchise Tax	29,332	-	29,332
Surcharge	14,182	-	14,182
Lodging Tax	12,696	-	12,696
Rental Tax	7,046	-	7,046
Use Tax	44,426	-	44,426
	<u>\$ 1,030,293</u>	<u>\$ 34,768</u>	<u>\$ 1,065,061</u>

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 4 - TRUSTEED FUND ASSETS

In accordance with the provisions of the General Obligation Warrant issues, the City is required to make monthly installments to escrow accounts for semi-annual interest and principal maturities. The escrow accounts are comprised of money market accounts. Additionally, some of the monies received from the issuance of the 2006 and 2011 General Obligations Warrants are held in an escrow account. As of September 30, 2013, \$865,879 had been accumulated in the escrow accounts for these purposes and is included in restricted assets on the Statement of Net Assets.

The City had the following cash and cash equivalents and maturities at September 30, 2013:

Security	Amount	Maturity
Cash and Cash Equivalents Held with Trustee		
Trust Money Market Deposit Fund	\$ 580,130	Less than 1 year
Federal Treasury Money Market Funds	285,749	Less than 1 year
Total	\$ 865,879	

NOTE 5 - CAPITAL ASSETS

Capital asset activity for the year ended September 30, 2013 was as follows:

	Balance October 1, 2012	Additions and Transfers	Disposals and Transfers	Balance September 30, 2013
Depreciable assets				
Buildings	\$ 2,812,790	\$ 2,682,101	\$ -	\$ 5,494,891
Streets and infrastructure	16,879,487	688,906	-	17,568,393
Furnishings and equipment	5,199,309	767,986	-	5,999,309
	24,891,586	4,138,993	-	29,030,579
Less accumulated depreciation				
Buildings	1,086,074	67,412	-	1,153,486
Streets and infrastructure	3,112,741	345,111	-	3,457,852
Furnishings and equipment	3,423,138	430,375	-	3,853,513
	7,621,953	842,898	-	8,464,851
Total capital assets being depreciated	17,269,633	3,296,095	-	20,565,728
Non-depreciable assets				
Land	10,128,998	-	-	10,128,998
Construction in Progress	1,443,438	1,578,329	2,492,913	528,854
	11,572,436	1,578,329	2,492,913	10,657,852
\$ 28,842,069	\$ 4,874,424	\$ 2,492,913	\$ 31,223,580	

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

Depreciation expense was charged to functions/programs of the primary government as follows:

Governmental activities

General government	\$	170,236
Streets and infrastructure		183,003
Public safety		327,762
Parks and recreation		161,897
	\$	<u>842,898</u>

NOTE 6 - DEFINED BENEFIT PENSION PLAN

The City of Leeds is a participant in The Employees' Retirement System of Alabama (the System). All full-time employees of the City, who elected when the City initially joined, participate in the System that is an agent multiple-employer public employee retirement system. The System acts as a common investment and administrative agent for the various state agencies and departments.

Contributions into the retirement program for the employee and the City are based upon the employee's compensation, which is determined by the City Council. While all new full-time employees (except those who are sixty years of age or older at the time of initial employment) are automatically enrolled as active members of the System, temporary and part-time employees are also eligible to participate if they work thirty hours or more per week.

The City assumes pension or retirement liability only for those employees required by state statute to participate in the System. Regular covered employees are required to contribute five percent of their salary to the plan, while the contribution rate for certified full-time firefighters and law enforcement officers is six percent of employee compensation. The City is required to contribute the remaining amounts necessary to pay benefits when due, as determined by actuarial computations.

Substantially all employees are members of the Employees' Retirement System of Alabama. Membership is mandatory for covered or eligible employees of the City. Vested employees may retire at or after age sixty or at any age if they have completed twenty-five years of credited service and receive full benefits. Employees have the option of retiring before age sixty and receiving retirement at reduced rates. Retirement benefits are calculated by two methods with the retiree receiving payment under the method that yields the highest monthly benefit. The methods are (1) Minimum Guaranteed, and (2) Formula, of which the Formula method usually produces the highest monthly benefit. Under this method, retirees are allowed 2.0125% of their average final salary (best three of the last ten years) for each year of service. Disability retirement benefits are calculated in the same manner. Pre-retirement death benefit in the amount of the annual salary for the fiscal year preceding death is provided to plan members.

The Employees' Retirement System of Alabama acts only in an administrative capacity. It does not undertake to fund the retirement plan; neither is the System liable for contributions to the plan. The System is not obligated to pay benefits for which reserves have not been previously contributed by the

NOTE 6 - DEFINED BENEFIT PENSION PLAN - Continued

City and its employees. Contribution provisions to the System are irrevocable to the City and its employees unless the City elects to withdraw from the System by mutual agreement with its employees. The City is also obligated to appropriate funds to the System sufficient to provide reserves to existing retirees and beneficiaries from the City if withdrawal from the System occurs. Investments are not specifically assigned to individual employer organizations; however, each employer is treated individually in determining assets available to pay benefits and pension benefit obligations. The Employees' Retirement System was established as of October 1, 1945, under the provisions of Act 515, Acts of Alabama 1945, for the purpose of providing retirement allowances and other specified benefits for State employees, State police, and on an elective basis to all cities, counties, towns and quasi-public organizations. The responsibility for general administration and operation of the Employees' Retirement System is vested in the Board of Control. Benefit provisions are established by the Code of Alabama 1975, Sections 36-27-1 through 36-27-103, as amended, Sections 36-27-120 through 36-27-139, as amended, and Sections 36-27B-1 through 36-27B-6. Authority to amend the plan rests with the Legislature of Alabama. However, the Legislature has granted the Commission of the Employees' Retirement System of Alabama the authority to accept or reject various Cost-Of-Living-Adjustments (COLA's) granted to retirees.

The Retirement Systems of Alabama issues a publicly available financial report that includes financial statements and required supplementary information for the Employees' Retirement System of Alabama. That report may be obtained by writing to: The Retirement Systems of Alabama, 135 South Union Street, Montgomery, Alabama 36104-0001.

The actuarial accrued liability exceeded actuarial value of assets by \$4,914,637 at September 30, 2012, the date of the most recent actuarial valuation. The significant assumptions used in the valuation are as follows:

1. The valuation was prepared using the entry age normal actuarial cost method.
2. An eight percent interest rate was used for determining a return of the investment of present and future assets of the System.
3. Since the previous valuation, there have been no changes in the actuarial-cost method and there have been no amendments to the System affecting the valuation.
4. Actuarial gains and losses are reflected in the unfunded actuarial accrued liability, which is being amortized within a twenty seven year period using the level percent open method.

The System's funding policy provides for actuarially determined contribution requirements based on the projected benefit basis. The significant actuarial assumptions used for this purpose are not the same as those used to compute the pension benefit obligations. The employer contribution required to support the benefit is determined by using a level-funding approach, and consists of a normal contribution and an accrued-liability contribution.

The "entry-age-normal" method is used to compute the normal contribution (or cost). The method provides for a uniform or constant percentage rate to be applied to compensation of members which, when averaged over anticipated covered service and included with the members' contributions, will meet the cost of all benefits payable.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 6 - DEFINED BENEFIT PENSION PLAN - Continued

The unfunded accrued liability contribution (or cost) is determined by subtracting the present value of prospective employer normal contributions and member contributions together with the current assets held from the present value of expected benefits to be paid from the System. The unfunded accrued liability is being amortized over a rolling thirty-year period. The significant assumptions used by the System to support the funding policy are as follows:

- A rate of return of eight percent per annum compounded annually on the investment of present and future assets.
- Projected salary increases, based on age, ranging from 3.75% to 7.75%.
- Probabilities of a member's death, disability, withdrawal, and service retirements based on age and sex.

The contribution based on the System's funding policy for the year 2013 was made in accordance with an actuarial valuation performed as of September 30, 2012. Based on the System's confirmation, the contribution consisted of: a) employees' contributions of five percent (or six percent, if applicable) of covered payroll; b) normal cost of 3.43% of covered payroll; c) administrative and liability costs of 9.25% of covered payroll. In aggregate, the City contributed 12.68% of covered payroll.

Trend information for the retirement plan was as follows:

Fiscal Year Ending	Annual Pension Cost (APC)	Percentage of APC Contributed	Net Pension Obligation (NPO)
2010	\$391,619	100%	\$ 0
2011	\$408,607	100%	\$ 0
2012	\$422,339	100%	\$ 0

As of September 30, 2012, the most recent actuarial valuation date, the plan was 63.5% funded. The actuarial accrued liability for benefits was \$13,451,983, and the actuarial value of assets was \$8,537,346, resulting in an unfunded actuarial accrued liability (UAAL) of \$4,914,637. The covered payroll was \$3,506,314, and the ratio of the UAAL to the covered payroll was 141.3%.

SCHEDULE OF FUNDING PROGRESS

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Liability (AAL) Entry Age (b)¹	Unfunded AAL(UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a % of Covered Payroll ((b-a)/c)
9/30/07	\$9,533,420	\$12,009,041	\$2,475,621	79.4%	\$2,648,742	93.5%
9/30/08	\$9,614,923	\$12,517,232	\$2,902,309	76.8%	\$3,171,208	91.5%
9/30/09	\$9,525,681	\$12,797,077	\$3,271,396	74.4%	\$3,416,379	95.8%
9/30/10 ²	\$9,291,575	\$13,259,672	\$3,968,097	70.1%	\$3,300,664	120.2%
9/30/11 ⁴	\$8,910,225	\$13,733,691	\$4,823,466	64.9%	\$3,668,826	131.5%
9/30/12 ⁵	\$8,537,346	\$13,451,983	\$4,914,637	63.5%	\$3,506,314	140.2%
9/30/12 ^{3,5}	\$8,537,346	\$13,491,570	\$4,954,224	63.3%	\$3,506,314	141.3%

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 6 - DEFINED BENEFIT PENSION PLAN - Continued

- ¹ Reflects liability for cost of living benefit increases granted on or after October 1, 1978
- ² Reflects impact of Act 2011-27
- ³ Reflects impact of Act 2011-27 as well as Act 2011-676
- ⁴ Reflects changes in actuarial assumptions
- ⁵ Reflects changes in interest smoothing methodology

The required schedule of funding progress above presents multiyear trend information about whether the actuarial value of plan net assets is increasing or decreasing over time relative to the actuarial liability. Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future, and actuarially determined amounts are subject to continual revision as results are compared to past expectations and new estimates are made about the future. Actuarial calculations reflect long-term perspective. Calculations are based on the substantive plan in effect as of September 30, 2012.

NOTE 7 - BONDS PAYABLE

The bonds payable consisted of the following at September 30, 2012:

5.35% to 5.60% General Obligation Warrants Series 2006B, dated May 1, 2007, maturing June 1, 2028	\$ 795,000
2.00% to 4.25% General Obligation Warrants Series 2011A, dated November 1, 2011, maturing November 1, 2031	6,130,000
1.10% to 4.25% General Obligation Warrants Series 2011B, dated November 1, 2011, maturing November 1, 2031	<u>3,065,000</u>
	9,990,000
Less current portion	<u>235,000</u>
	<u>\$ 9,755,000</u>

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 7 - BONDS PAYABLE - Continued

A summary of changes in bonds payable for the year ended September 30, 2013 is as follows:

	Balance October 1, 2012	Additions	Retirements	Balance September 30, 2013	Due Within One Year
General Obligation Warrants Series 2002A	\$ 3,690,000	\$ -	\$ 3,690,000	\$ -	\$ -
General Obligation Warrants Series 2006B	1,490,000	-	695,000	795,000	45,000
General Obligation Warrants Series 2011A	6,230,000	-	100,000	6,130,000	100,000
General Obligation Warrants Series 2011B	3,155,000	-	90,000	3,065,000	90,000
	<u>\$ 14,565,000</u>	<u>\$ -</u>	<u>\$ 4,575,000</u>	<u>\$ 9,990,000</u>	<u>\$ 235,000</u>

Principal and interest requirements of the bonds payable for the years ending September 30 are as follows:

	Principal	Interest
2014	\$ 235,000	\$ 416,479
2015	240,000	411,095
2016	270,000	405,191
2017	385,000	397,144
2018	400,000	383,587
2019 – 2023	1,635,000	1,251,103
2024 – 2028	1,950,000	1,303,619
2029 – 2033	1,940,000	811,940
2034 – 2038	2,935,000	298,490
	<u>\$ 9,990,000</u>	<u>\$ 5,678,648</u>

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 8 - OTHER LONG-TERM DEBT

A summary of changes in other long-term debt for the year ended September 30, 2013 is as follows:

	Balance October 1, 2012	Additions	Retirements & Cancellation	Balance September 30, 2013
Leeds Water Works	\$ 315,000	\$ -	\$ 45,000	\$ 270,000

NOTE 9 – CONTINGENCIES

Legal contingencies:

The City is involved in various claims and lawsuits, both for and against the City, arising in the normal course of business.

Other contingencies:

The City received federal and state grants for specific purposes that are subject to review and audit by the grantor agencies. Such audits could lead to requests for reimbursements to the grantor agency for expenditures disallowed or not incurred in a timely manner under the terms of the grant.

NOTE 10 – LEEDS PUBLIC EDUCATION BUILDING AUTHORITY (PEBA)

The Leeds Public Educational Building Authority (PEBA) was formed for the purpose of managing the assets and revenue bonds used to build new schools for the City of Leeds Board of Education (Leeds BOE). The members of the board of directors of PEBA are appointed by the City of Leeds and a portion of the debt service on the 2008 Educational Facilities Revenue Bonds is to be repaid by PEBA with certain pledged tax revenues it receives from the City of Leeds. Remittance by the City of Leeds of such tax revenues was initially anticipated to begin in 2012 and end in 2038. However, this obligation does not begin until the City's General Obligation Warrants Series 2000A & B and Series 2002A & B are repaid in full. The City's obligation is limited to providing a portion of the City's supplemental sales and use tax revenues (with a general rate of one cent) and occupational tax (with a rate of one cent) to PEBA as a credit against the lease payments required to be paid to PEBA by the Leeds BOE. The lease payments required to be paid to PEBA by the Leeds BOE are equal to the debt service each year on the 2008 Educational Facilities Revenue Bonds. Leeds BOE is required to pay the difference in lease payments if the City's pledged tax revenues are insufficient to cover the debt service on those bonds.

CITY OF LEEDS, ALABAMA

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2013

NOTE 11 - GRAND RIVER LIMITED OBLIGATION WARRANTS

In an Indenture of Trust dated October 30, 2009, the District authorized the issuance, execution, and delivery of the Limited Obligation taxable warrants, Series 2009 in the amount of \$23,000,000. These 2009 Warrants are a limited obligation of the City and will be repaid solely from pledged sales tax revenues generated by retail sales at Grand River. The 2009 Bonds bear an interest rate of 8.5% and are payable each January 15, April 15, July 15, and October 15. The 2009 Warrants mature on August 1, 2031. Variable payments will be made based on the amount of pledged taxes collected each quarter. Payments will continue until all principal has been returned and any accrued interest has been paid.

As part of the funding agreement it states that Grand River will reduce the amount of the municipal service reduction provided for in the Bass Pro Funding agreement. The reduction of the municipal service reduction is to be reimbursed to the City of Leeds at such time as pledged revenues from Grand River are sufficient to pay the debt service of the limited obligation debt. If there are insufficient revenues to cover the debt service the City accrues the amount of the municipal service reduction by Grand River with no interest. The amount due to the City of Leeds from Grand River at September 30, 2013 is \$633,543.

NOTE 12 - RESTRUCTURED SERIES 2006-A LIMITED OBLIGATION WARRANTS

In an Indenture of Trust dated August 1, 2011, the City restructured the 2006-A Series warrants from general obligation of the City to taxable limited obligation warrants. The remarketed Series A Warrants are limited obligations of the City payable solely from the City's sales and use taxes generated from the sales at the Bass Pro store and certain nearby property, the Series A Letter of Credit, and a standby letter of credit issued by JP Morgan Chase Bank, N.A. The net effect of the reissuance of the Remarketed Series A Warrants as a limited obligation of the City is that the City's general fund can no longer be called upon by either Bass Pro Alabama or Regions Bank, either as a credit obligor or as trustee, to pay debt service on the Remarketed Series A Warrants.

NOTE 13 – RESTATEMENT

The beginning net assets of the governmental activities have been restated due to early implementation of GASB Statement No. 68. The City recorded a pension liability of \$4,823,466 based on an actuarial report from the Retirement Systems of Alabama. The restatement resulted in a decrease to the beginning balance of the governmental activities net assets.

NOTE 14 - SUBSEQUENT EVENTS

Debt Issue

The City issued general obligation school warrants dated December 1, 2013 for \$8,615,000 at an interest rate varying from 1.65% – 4.15%. The issued matures December 31, 2033. The City, at the date of the report, plans to issue an additional \$5,500,000 in general obligation warrants in the 2014 fiscal year. The 2014 issue has not been finalized at the date of the report.

Financial Statements

Subsequent events related to the City have been evaluated through December 31, 2013, which is also the date of the auditors' report and the date the financial results were available to be issued.

REQUIRED SUPPLEMENTARY INFORMATION

CITY OF LEEDS, ALABAMA

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL - GENERAL FUND

FOR THE YEAR ENDED SEPTEMBER 30, 2013

	Budgeted		Actual	Variance
	Original	Final	(Budgetary Basis)	Favorable (Unfavorable)
REVENUES				
Taxes	\$ 12,819,685	\$ 12,819,685	\$ 13,039,781	\$ 220,096
Intergovernmental	215,000	215,000	438,817	223,817
Licenses and Permits	2,307,750	2,307,750	2,201,201	(106,549)
Charges for Services	377,000	377,000	434,118	57,118
Fines and Forfeits	435,000	435,000	640,662	205,662
Rental Income	-	-	365	365
Interest	95,500	95,500	28,103	(67,397)
Miscellaneous	592,727	491,877	776,613	284,736
	16,842,662	16,741,812	17,559,660	817,848
EXPENDITURES				
General Government	2,834,624	3,323,806	2,314,051	1,009,755
Streets and Infrastructure	661,158	742,827	595,663	147,164
Inspections and Permits	168,038	203,338	265,503	(62,165)
Sanitation and Sewer	153,650	153,650	142,784	10,866
Public Safety	5,546,562	5,492,888	5,366,146	126,742
Library	379,581	380,306	404,210	(23,904)
Parks and Recreation	599,811	603,891	438,053	165,838
Capital Outlay	1,190,125	4,434,309	3,224,408	1,209,901
Debt Service	5,284,000	5,635,806	2,652,337	2,983,469
	16,817,549	20,970,821	15,403,155	5,567,666
Excess of Revenues Over Expenditures	25,113	(4,229,009)	2,156,505	6,385,514
OTHER FINANCING SOURCES (USES)				
Sale of Assets	-	167,822	167,822	-
Transfers To Other Funds	-	-	(1,086,724)	(1,086,724)
	-	167,822	(918,902)	(1,086,724)
Excess (Deficiency) of Revenues and Other Financing Sources Over (Under)				
Expenditures and Other Financing Uses	25,113	\$ (4,061,187)	\$ 1,237,603	5,298,790

SUPPLEMENTARY INFORMATION

CITY OF LEEDS, ALABAMA
SCHEDULE OF BONDS PAYABLE
SEPTEMBER 30, 2013

Year Ended September 30	General Obligation Warrants, Series				
	2006 B	2011 A	2011 B	Total	
2014	\$ 45,000	\$ 100,000	\$ 90,000	\$	235,000
2015	50,000	100,000	90,000		240,000
2016	75,000	100,000	95,000		270,000
2017	80,000	100,000	95,000		275,000
2018	85,000	210,000	100,000		395,000
2019	95,000	215,000	100,000		410,000
2020	100,000	220,000	105,000		425,000
2021	105,000	225,000	105,000		435,000
2022	115,000	230,000	110,000		455,000
2023	45,000	235,000	110,000		390,000
2024	-	245,000	115,000		360,000
2025	-	255,000	120,000		375,000
2026	-	260,000	125,000		385,000
2027	-	270,000	125,000		395,000
2028	-	280,000	130,000		410,000
2029	-	290,000	135,000		425,000
2030	-	300,000	140,000		440,000
2031	-	315,000	150,000		465,000
2032	-	325,000	155,000		480,000
2033	-	340,000	160,000		500,000
2034	-	355,000	165,000		520,000
2035	-	370,000	175,000		545,000
2036	-	385,000	180,000		565,000
2037	-	405,000	190,000		595,000
2038	-	-	-		-
	<u>\$ 795,000</u>	<u>\$ 6,130,000</u>	<u>\$ 3,065,000</u>		<u>\$ 9,990,000</u>